

IN THE UNITED STATES BANKRUPTCY COURT FOR THE
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

IN THE MATTER OF:

CASE NO. 00-35078

STAGE STORES, INC., D/B/A PALAIS ROYAL, INC.,
D/B/A BEALL'S, D/B/A ANTHONY'S UNLIMITED, D/B/A
ANTHONY'S LIMITED, D/B/A SPECIALTY RETAILERS,
INC., D/B/A SPECIALTY RETAILERS, INC.(NV)

United States Court
Southern District of Texas
FILED

JUL 12 2000 BT

CHAPTER 11

Michael N. Milby, Clerk

DEBTOR

PROOF OF CLAIM

1. The undersigned, who has offices at 5929 Balcones Drive, Suite 200, PO Box 26990, Austin, Texas 78755, is the attorney for Pine Tree ISD, Longview ISD and is authorized to make this proof of claim on behalf of claimant.

2. The Debtor was, at the time of the filing of the petition initiating this case, and still is indebted to this claimant, in the sum of \$26,080.19. If taxes for the year of the filing of the bankruptcy are not reflected in the attached tax exhibit, claimant further asserts an unliquidated claim for that tax year.

3. This claim consists of the following sub-total amounts, and should be distributed as follows:

Pine Tree ISD	4,966.07
Longview ISD	21,114.12
TOTAL	\$26,080.19

4. The basis for this claim is property taxes for which personal liability arose on January 1 of each tax year, with penalty and interest, if any, as of the date of the filing of the petition initiating this case on property belonging to the debtor as shown on the attached tax exhibit.

5. No note or other negotiable instrument has been received for this debt or any part thereof. No judgment has been rendered on the claim. This claim is not subject to any setoff or counterclaim.

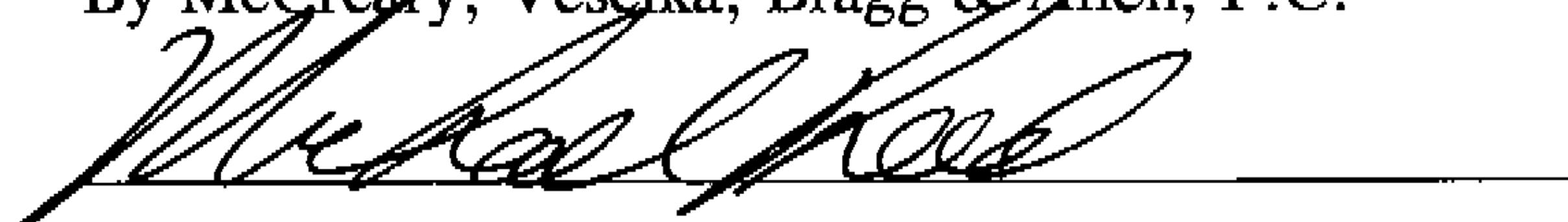
6. The amount of all payments of this claim have been credited and deducted for the purpose of making this proof of claim.

7. This claim is secured with a security interest that is superior to that of any other secured claim pursuant to the Texas Constitution, Article VIII, Section 15, and the Texas Property Tax Code, Section 32.01 and Section 32.05(b).

8. As a secured claim, this claim is entitled to post-petition interest under Bankruptcy Code Sec. 506(b) and Texas Property Tax Code, Sec. 33.01(c).

Dated: July 11, 2000

Pine Tree ISD, Longview ISD
By McCreary, Veselka, Bragg & Allen, P.C.



Michael Reed
State Bar Number 16685400

EXHIBIT

Pine Tree ISD

ACCOUNT NUMBER: 90-021-821003008

PROPERTY DESCRIPTION: PERSONAL PROPERTY-1711 LOOP 281, assessed on the tax rolls of this jurisdiction

ASSESSED NAME: BEALL'S DEPT STORE #4 % HARDING & CARBONE INC

ID NUMBER: B002UHKH

DELINQUENT TAX DUE: Pine Tree ISD

YEAR DUE	BASE TAX	PENALTY & INTEREST	SEC. 33.07 PENALTY	TOTAL
2000 (EST)	4,966.07			4,966.07
	-----	-----	-----	-----
	\$4,966.07			\$4,966.07

TOTAL AMOUNT DUE

Pine Tree ISD

	BASE TAX	PENALTY & INTEREST	SEC. 33.07 PENALTY	TOTAL
(EST)	\$4,966.07			\$4,966.07

Longview ISD

ACCOUNT NUMBER: P75886

PROPERTY DESCRIPTION: (90-021-821002545) PERSONAL PROPERTY-3500-K4 MCCANN RD, assessed on the tax rolls of this jurisdiction

ASSESSED NAME: BEALL'S DEPT STORE #23 % HARDING & CARBONE INC

ID NUMBER: B002UHKH

DELINQUENT TAX DUE: Longview ISD

YEAR DUE	BASE TAX	PENALTY & INTEREST	SEC. 33.07 PENALTY	TOTAL
2000 (EST)	21,114.12			21,114.12
	-----	-----	-----	-----
	\$21,114.12			\$21,114.12

TOTAL AMOUNT DUE

Longview ISD

	BASE TAX	PENALTY & INTEREST	SEC. 33.07 PENALTY	TOTAL
(EST)	\$21,114.12			\$21,114.12

TOTAL AMOUNT DUE IN BANKRUPTCY

	BASE TAX	PENALTY & INTEREST	SEC. 33.07 PENALTY	TOTAL
(EST)	\$26,080.19			\$26,080.19

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ANTHONY'S LIMITED, D/B/A SPECIALTY RETAILERS,
INC., D/B/A SPECIALTY RETAILERS, INC.(NV)

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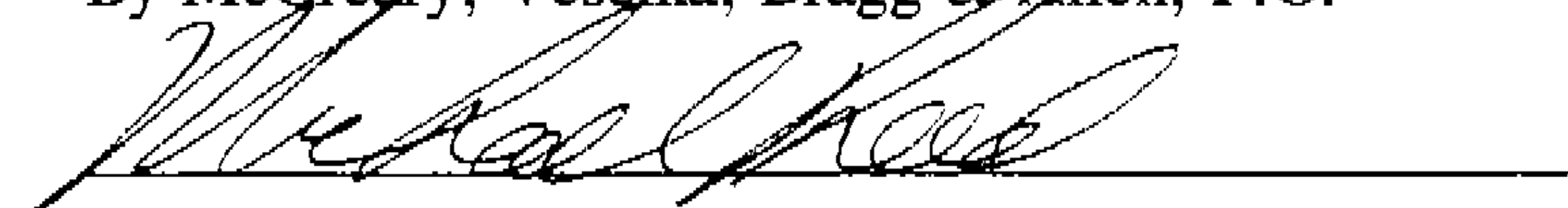
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Dated: July 11, 2000

Pine Tree ISD, Longview ISD
By McCreary, Veselka, Bragg & Allen, P.C.



Michael Reed
State Bar Number 16685400

EXHIBIT

Pine Tree ISD

ACCOUNT NUMBER: 90-021-821003008

PROPERTY DESCRIPTION: PERSONAL PROPERTY-1711 LOOP 281, assessed on the tax rolls of this jurisdiction

ASSESSED NAME: BEALL'S DEPT STORE #4 % HARDING & CARBONE INC

ID NUMBER: B002UHKN

DELINQUENT TAX DUE: Pine Tree ISD

YEAR DUE	BASE TAX	PENALTY & INTEREST	SEC. 33.07 PENALTY	TOTAL
2000 (EST)	4,966.07			4,966.07
	-----	-----	-----	-----
	\$4,966.07			\$4,966.07

TOTAL AMOUNT DUE

Pine Tree ISD

	BASE TAX	PENALTY & INTEREST	SEC. 33.07 PENALTY	TOTAL
(EST)	\$4,966.07			\$4,966.07

Longview ISD

ACCOUNT NUMBER: P75886

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ASSESSED NAME: BEALL'S DEPT STORE #23 % HARDING & CARBONE INC

ID NUMBER: B002UHKN

DELINQUENT TAX DUE: Longview ISD

YEAR DUE	BASE TAX	PENALTY & INTEREST	SEC. 33.07 PENALTY	TOTAL
2000 (EST)	21,114.12			21,114.12
	-----	-----	-----	-----
	\$21,114.12			\$21,114.12

TOTAL AMOUNT DUE

Longview ISD

	BASE TAX	PENALTY & INTEREST	SEC. 33.07 PENALTY	TOTAL
(EST)	\$21,114.12			\$21,114.12

TOTAL AMOUNT DUE IN BANKRUPTCY

	BASE TAX	PENALTY & INTEREST	SEC. 33.07 PENALTY	TOTAL
(EST)	\$26,080.19			\$26,080.19

McCREARY, VESELKA, BRAGG & ALLEN, P.C.
ATTORNEYS AT LAW
P.O. BOX 26990
AUSTIN, TEXAS 78755-0990

COPY

July 11, 2000

United States Bankruptcy Court
515 Rusk
Houston, TX 77002

Re: CASE NO. 00-35078, CHAPTER 11, STAGE STORES, INC., D/B/A PALAIS ROYAL, INC.,
D/B/A BEALL'S, D/B/A ANTHONY'S UNLIMITED, D/B/A ANTHONY'S LIMITED, D/B/A
SPECIALTY RETAILERS, INC., D/B/A SPECIALTY RETAILERS, INC.(NV)

Dear Bankruptcy Clerk:

Enclosed is a Notice of Appearance and Original Proof of Claim in bankruptcy to be filed in the above
captioned matter on behalf of Pine Tree ISD, Longview ISD.

Please find original plus one copy for you as well as a third copy to be file stamped and returned in the
enclosed self-addressed, stamped envelope.

Thank you for your attention in this matter.

Sincerely,

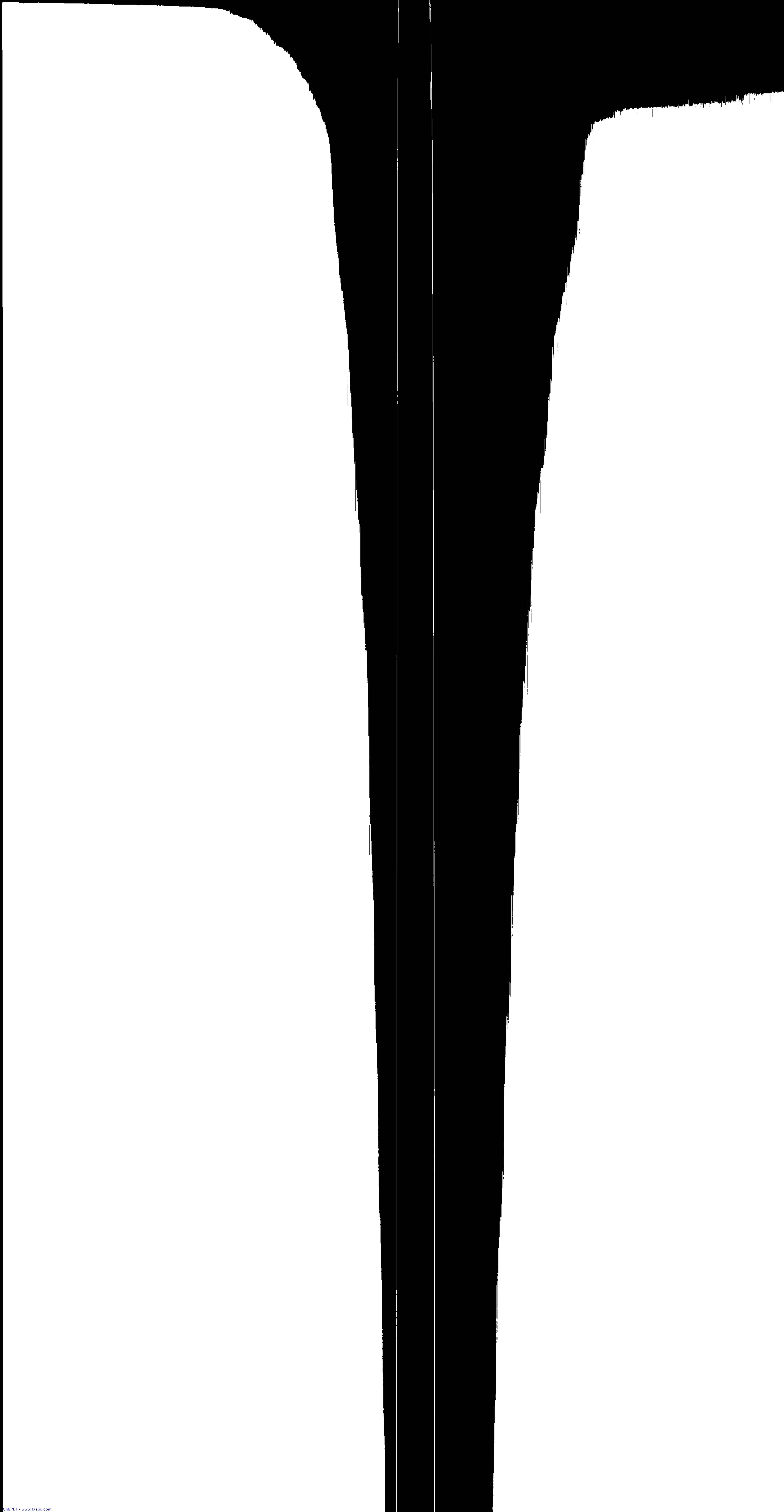


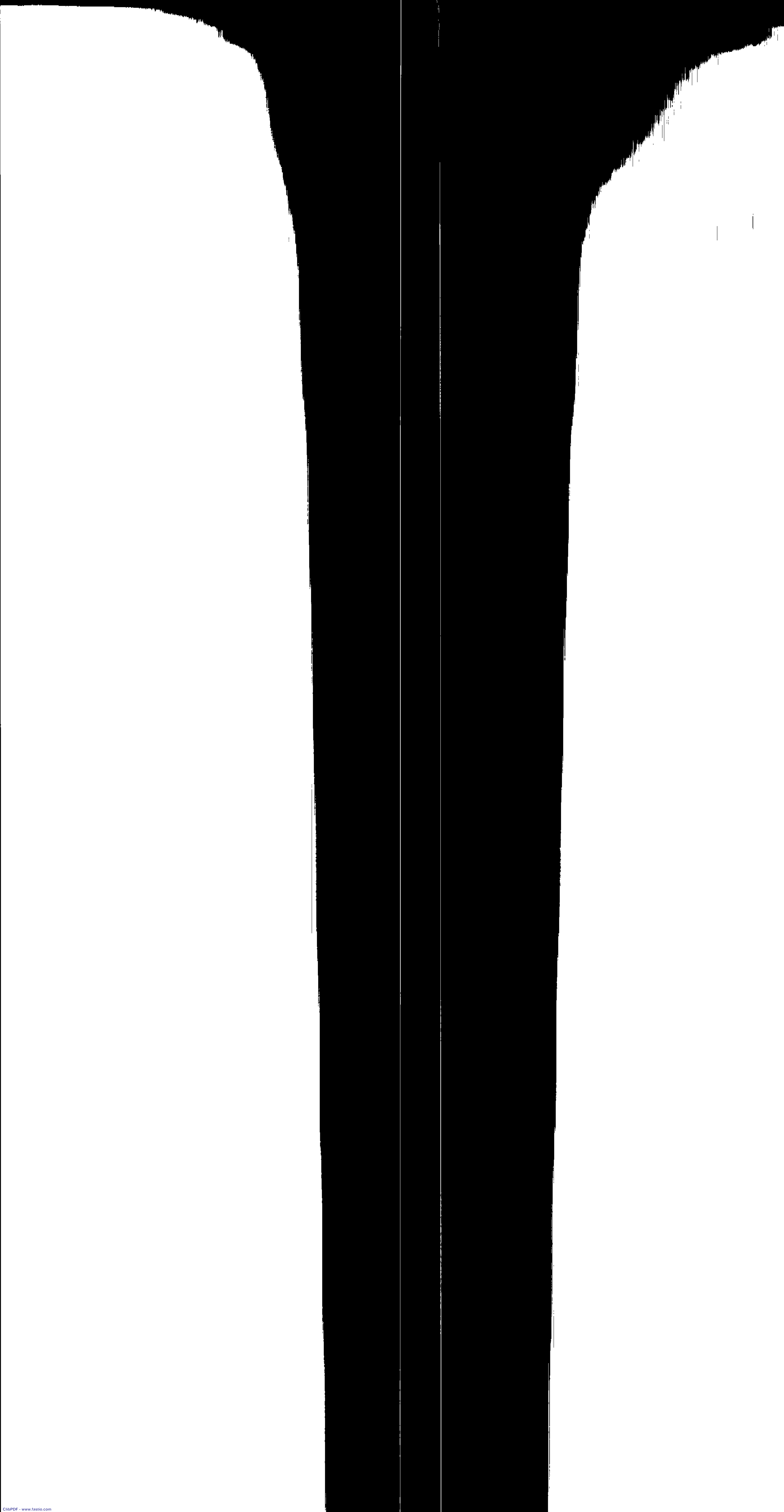
Michael Reed

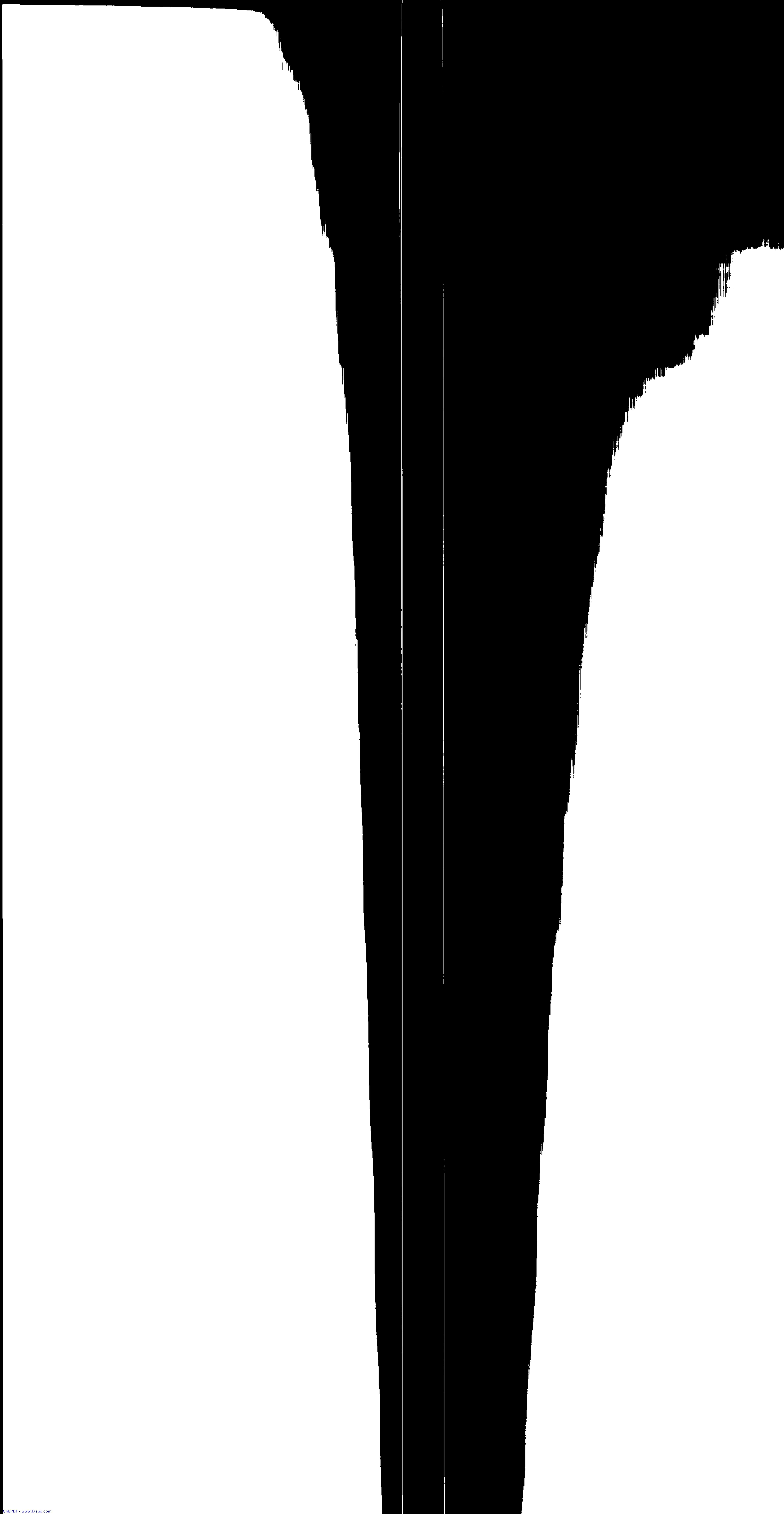
PMR/tsm
Enclosures

cc: Tax Assessor-Collector, Pine Tree ISD, Box 5878, Longview, TX 75608
Tax Assessor-Collector, Longview ISD, Gregg County Tax Office, P. O. Box 1431, Longview,
TX 75606
Stage Stores, Inc. , 10201 Main St., Houston, TX 77025-5229
Lynnette Randee Warman, Attorney for Debtor, JENKENS ADN GILCHRIST, 1445 Ross Ave.,
Ste. 3200, Dallas, TX 75202-2799

AUSTIN	ABILENE	DENTON	GEORGETOWN	LONGVIEW	SAN ANGELO	VICTORIA	WACO
5929 Balcones Dr. Suite 200 Austin, TX 78731 (512) 451-9000 FAX(512) 454-1881	1534 S. Treadaway Blvd. Suite B Abilene, TX 79602 (815) 672-4870 FAX(815) 676-7877	300 E. McKinney St. Suite B Denton, TX 76201 (940) 383-3548 (940) 387-7476 FAX(940) 380-1311	710 S. Main St. Suite B-3 Georgetown, TX 78626 (512) 943-1646 FAX(512) 943-1619	140 E. Tyler St. Suite 280 Longview, TX 75601 (903) 757-5757 FAX(903) 753-7374	17 S. Chadbourne St. Suite 306 San Angelo, TX 76903 (915) 657-0198 FAX(915) 658-1421	P.O. BOX 2977 Victoria, TX 77902 (361) 573-3744 FAX(361) 572-3713	100 N. 8th St. Suite 704 Waco, TX 76701 (254) 766-7755 FAX(254) 766-0333







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DEBTOR

CHAPTER 11

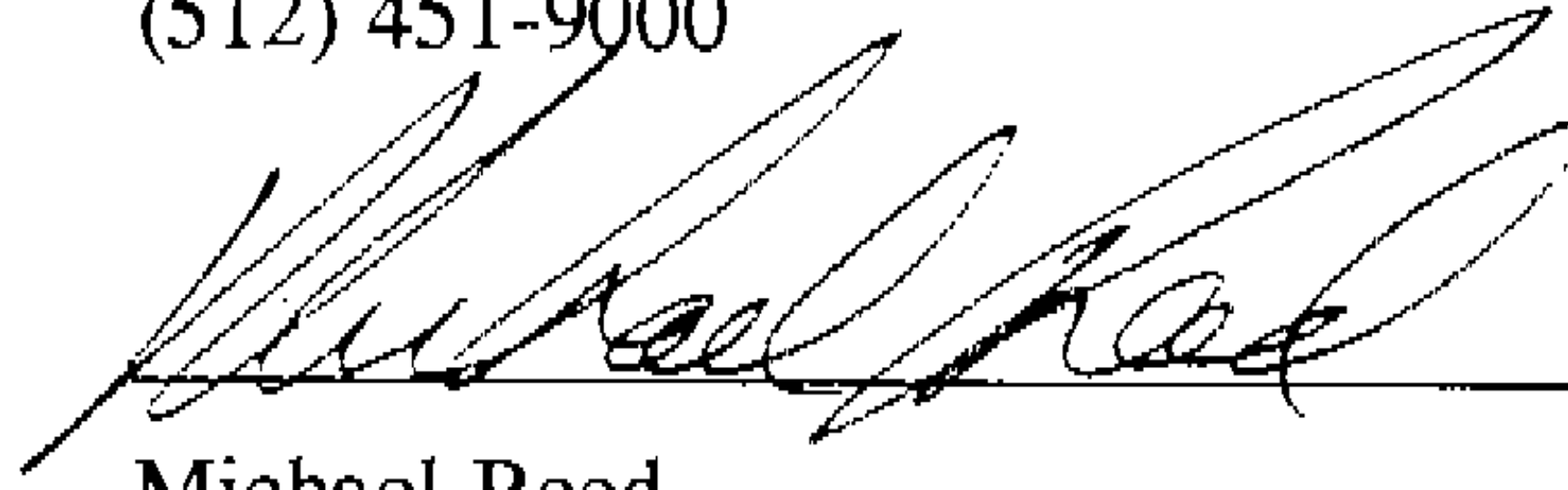
NOTICE OF APPEARANCE
AND
REQUEST FOR SERVICE OF NOTICES AND OTHER DOCUMENTS

Notice is hereby given that Michael Reed, of McCreary, Veselka, Bragg & Allen, P.C., P. O. Box 26990, Austin, Texas 78755, will appear as counsel for Pine Tree ISD, Longview ISD, in the above-entitled case, and requests that service of notices and other documents be made upon this attorney of record.

Dated: July 11, 2000

Respectfully submitted,

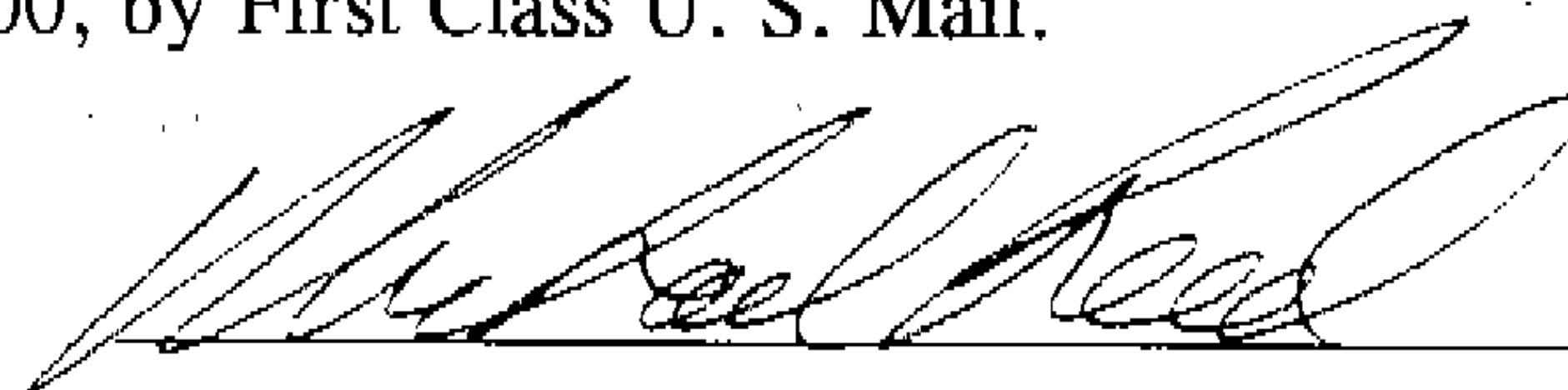
McCREARY, VESELKA, BRAGG & ALLEN, P.C.
Attorneys for Claimants, Pine Tree ISD, Longview ISD
P. O. Box 26990
Austin, Texas 78755
(512) 451-9000



Michael Reed
State Bar Number 16685400

CERTIFICATE OF SERVICE

I hereby certify that I have placed a copy of the above Notice of Appearance And Request For Service Of Notices And Other Documents to Stage Stores, Inc., 10201 Main St., Houston, TX 77025-5229; Lynnette Randee Warman, Attorney for Debtor, JENKENS ADN GILCHRIST, 1445 Ross Ave., Ste. 3200, Dallas, TX 75202-2799, on July 11, 2000, by First Class U. S. Mail.



Michael Reed

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(EST)	\$21,114.12			\$21,114.12

TOTAL AMOUNT DUE IN BANKRUPTCY

(EST)	BASE TAX	PENALTY &	SEC. 33.07	TOTAL
	\$26,080.19	INTEREST	PENALTY	\$26,080.19